

**Listing of claims:**

1-5. (Cancelled)

6. (Original) A process for producing a polar olefin copolymer comprising copolymerizing a non-polar olefin and a polar olefin in the presence of a catalyst comprising:

(A3) a reaction product of

(C') a compound of a transition metal selected from Groups 3 to 11 of the periodic table, which is represented by the following formula (c'):



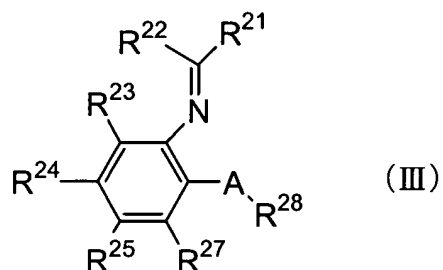
wherein M is a transition metal atom selected from Groups 3 to 11 of the periodic table,

k is a number satisfying a valence of M, and

X is a hydrogen atom, a halogen atom, an oxygen atom, a hydrocarbon group, an oxygen-containing group, a sulfur-containing group, a nitrogen-containing group, a boron-containing group, an aluminum-containing group, a phosphorus-containing group, a halogen-containing group, a heterocyclic compound residual group, a silicon-containing group, a germanium-containing group or a tin-containing group, and when k is 2 or greater, plural atoms or groups indicated by X may be

the same or different, and plural groups indicated by X may be bonded to each other to form a ring, and

(A-iii) a compound represented by the following formula (III):



wherein A is an oxygen atom, a sulfur atom or a selenium atom, or a nitrogen atom having a substituent  $R^{26}$ , and

$R^{21}$  to  $R^{28}$  may be the same or different, they are each a hydrogen atom, a halogen atom, a hydrocarbon group, an oxygen-containing group, a sulfur-containing group, a nitrogen-containing group, a boron-containing group, an aluminum-containing group, a phosphorus-containing group, a heterocyclic compound residual group, a silicon-containing group, a germanium-containing group or a tin-containing group, two or more of them may be bonded to each other to form a ring.

7. (Original) A process for producing a polar olefin copolymer comprising copolymerizing a non-polar olefin and a polar olefin in the presence of a catalyst comprising:

(A3) a reaction product of

(C') a compound of a transition metal selected from Groups 3 to 11 of the periodic table, which is represented by the following formula (c'):

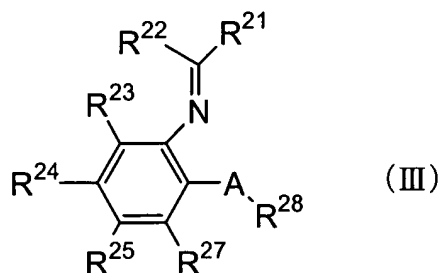


wherein M is a transition metal atom selected from Groups 3 to 11 of the periodic table,

k is a number satisfying a valence of M, and

X is a hydrogen atom, a halogen atom, an oxygen atom, a hydrocarbon group, an oxygen-containing group, a sulfur-containing group, a nitrogen-containing group, a boron-containing group, an aluminum-containing group, a phosphorus-containing group, a halogen-containing group, a heterocyclic compound residual group, a silicon-containing group, a germanium-containing group or a tin-containing group, and when k is 2 or greater, plural atoms or groups indicated by X may be the same or different, and plural groups indicated by X may be bonded to each other to form a ring, and

(A-iii) a compound represented by the following formula (III):



wherein A is an oxygen atom, a sulfur atom or a selenium atom, or a nitrogen atom having a substituent  $R^{26}$ , and

$R^{21}$  to  $R^{28}$  may be the same or different, they are each a hydrogen atom, a halogen atom, a hydrocarbon group, an oxygen-containing group, a sulfur-containing group, a nitrogen-containing group, a boron-containing group, an aluminum-containing group, a phosphorus-containing group, a heterocyclic compound residual group, a silicon-containing group, a germanium-containing group or a tin-containing group, two or more of them may be bonded to each other to form a ring; and

(B) at least one compound selected from the group consisting of:

(B-1) an organometallic compound,

(B-2) an organoaluminum oxy-compound, and

(B-3) a compound which reacts with the transition metal compound (A3) to form an ion pair.

8. (Previously Presented) The process for producing a polar olefin copolymer as claimed in claim 6 or 7, wherein the compound of a transition metal represented by the formula (c') is a compound of a transition metal selected from Groups 4, 5, 6 or 11 of the periodic table.

9-14. (Cancelled)